

Gordon & Rees LLP
655 University Avenue, Suite 200
Sacramento, California 95825

KRISTIN N. REYNA (SBN: 211075)
GORDON & REES LLP
101 West Broadway, Suite 2000
San Diego, CA 92101
Telephone: (619) 696-6700
Facsimile: (619) 696-7124
kreyna@gordonrees.com

GEORGE A. ACERO (SBN: 226709)
GORDON & REES LLP
655 University Avenue, Suite 200
Sacramento, CA 95825
Telephone: (916) 565-2900
Facsimile: (916) 920-4402
gacero@gordonrees.com

Attorneys for Third-Party Defendant, Counter-Claimant and Cross-Defendant
ENVIRONMENTAL RESOLUTIONS, INC.

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

KFD ENTERPRISES, INC., a California
Corporation dba Norman's Dry Cleaner,

Plaintiff,

vs.

CITY OF EUREKA,

Defendant.

CITY OF EUREKA,

Counter-Claimant and Third
Party Plaintiff,

vs.

KFD ENTERPRISES, INC., a California
Corporation dba Norman's Dry Cleaner, UNOCAL
CORPORATION,

Cross-Defendant and Third
Party Defendant.

UNOCAL CORPORATION,

CASE NO. 3:08-CV-04571-MMC

**STIPULATION RELATING TO
THE ERI/CARDNO USA, INC.
ACQUISITION AND ORDER
THEREON**

Courtroom: 7 (19th Floor)
Judge: Hon. Maxine M. Chesney

1 Third Party Defendant and)
 2 Third Party Plaintiff,)
 3 vs.)
 4 ENVIRONMENTAL RESOLUTIONS, INC.)
 5 Third Party Defendant.)

6 On or around June 10, 2010, the Delaware corporation, Cardno USA Inc., acquired
 7 Defendant Environmental Resolutions Inc. ("ERI"). The City of Eureka and KFD wish to add
 8 Cardno USA Inc. to this case as a successor in interest to ERI. Recently, the City of Eureka has
 9 served written discovery on ERI relating to the acquisition and seeks to take a second Rule
 10 30(b)(6) deposition of ERI to address this matter. After meeting and conferring on the issues
 11 raised above, the parties stipulate as follows:

- 12 1. Cardno USA Inc. agrees to be added as a party to this lawsuit;
- 13 2. Cardno USA Inc. stipulates that it is the successor in interest of ERI for purposes
 14 of this lawsuit and will be liable for any judgment against ERI in this lawsuit;
- 15 3. William Roberts, Director for Legal & Risk Management for Cardno USA Inc.
 16 will sign a declaration acknowledging that Cardno USA Inc. is the successor in interest of ERI
 17 for purposes of this lawsuit (Attached as Exhibit A);
- 18 3. The City of Eureka will withdraw any discovery it has served on ERI relating to
 19 the ERI/Cardno USA Inc. acquisition, including withdrawing, in their entirety, its second and
 20 third sets of document requests served on ERI;
- 21 4 The parties agree that they will not serve discovery on ERI or Cardno USA Inc.
 22 regarding the ERI/Cardno USA Inc. acquisition unless they: (a) obtain a stipulation from ERI or
 23 Cardno USA Inc. (whichever party the discovery is directed) allowing for this discovery; or (b)
 24 they first file a motion with the Court seeking such discovery and the Court finds there is good
 25 cause for the discovery notwithstanding this stipulation;
- 26 5. Because Cardno USA Inc. had no involvement in the events relevant to this
 27 lawsuit, is voluntarily agreeing to join the lawsuit, and is stipulating to being the successor in
 28 interest of ERI for purposes of the lawsuit, the parties agree that ERI and Cardno USA Inc. shall

be treated as one party for purposes of any limitations on discovery. Cardno in turn, agrees that it will be bound by ERI's discovery responses for purposes of this lawsuit.

DATED: January 17, 2012

GREBEN & ASSOCIATES

By: /s/ Jan A. Greben
 JAN A. GREBEN
 Attorneys for Plaintiff, Cross Defendant,
 Third Party Defendant, Counter Defendant
 and Counter Claimant KFD
 ENTERPRISES, INC., a California
 corporation dba Norman's Dry Cleaner and
 Third Party Defendant Kenneth Daer

DATED: January 17, 2012

DAVIDOVITZ & BENNETT LLP

By: /s/ Charles Bolcom
 CHARLES BOLCOM
 Attorneys for Defendant/Counter-
 Claimant/Third Party Plaintiff CITY OF
 EUREKA

DATED: January 17, 2012

GLYNN & FINLEY, LLP

By: /s/ Andrew T. Mortl
 ANDREW T. MORTL
 Defendants, Cross Defendants, Cross-
 Claimants UNOCAL CORPORATION and
 UNION OIL COMPANY OF
 CALIFORNIA and Defenddnat and Cross-
 Defendant CHEVRON CORPORATION

DATED: January 17, 2012

GORDON & REES LLP

By: /s/ George A. Acero
 GEORGE A. ACERO
 KRISTIN N. REYNA
 Attorneys for Third Party Defendant
 ENVIRONMENTAL RESOLUTIONS,
 INC.

///

///

Gordon & Rees LLP
655 University Avenue, Suite 200
Sacramento, California 95825

1 DATED: January 17, 2012

DONGELL LAWRENCE FINNEY LLP

2
3 By: /s/ Thomas F. Vandenberg
4 THOMAS F. VANDENBERG
5 Defendant and Cross-Defendant
6 MULTIMATIC LLC, THE KIRRBURG
CORPORATION and MULTIMATIC DRY
CLEANING MACHINE CORPORATION

7 DATED: January 17, 2012

SEVERSON & WERSON

8
9 By: /s/ Peter C. Lyon
10 PETER C. LYON
11 Cross Defendant, Third Party Defendant,
Counter Claimant and Counter Defendant
WINZLER & KELLY

12 DATED: January 17, 2012

CARDNO USA

13
14 By: /s/ William J. Roberts
15 Director, Commercial/Legal-Risk
16 Management

17 **ORDER**

18 **PURSUANT TO STIPULATION, IT IS SO ORDERED.**

19
20 DATED: January 18, 2012


21 
Honorable MAXINE M. CHESNEY
United States District Judge

EXHIBIT A

Gordon & Rees LLP
655 University Avenue, Suite 200
Sacramento, California 95825

KRISTIN N. REYNA (SBN: 211075)
GORDON & REES LLP
101 West Broadway, Suite 2000
San Diego, CA 92101
Telephone: (619) 696-6700
Facsimile: (619) 696-7124
kreyna@gordonrees.com

GEORGE A. ACERO (SBN: 226709)
GORDON & REES LLP
655 University Avenue, Suite 200
Sacramento, CA 95825
Telephone: (916) 565-2900
Facsimile: (916) 920-4402
gacero@gordonrees.com

Attorneys for Third-Party Defendant and Counter-Claimant
ENVIRONMENTAL RESOLUTIONS, INC.

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

KFD ENTERPRISES, INC., a California
Corporation dba Norman's Dry Cleaner.

Plaintiff,

vs.

CITY OF EUREKA,

Defendant.

CITY OF EUREKA,

Counter-Claimant and Third
Party Plaintiff,

vs.

KFD ENTERPRISES, INC., a California
Corporation dba Norman's Dry Cleaner. UNOCAL
CORPORATION,

Cross-Defendant and Third
Party Defendant.

UNOCAL CORPORATION,

Third Party Defendant and

) CASE NO. CV-08-4571MMC

) **DECLARATION OF WILLIAM J.**
) **ROBERTS REGARDING MEET**
) **AND CONFER ON CARDNO USA,**
) **INC.**

1 Third Party Plaintiff.)
 2 vs.)
 3 ENVIRONMENTAL RESOLUTIONS, INC.,)
 4 Third Party Defendant.)

5 I, William J. Roberts, declare:

6 1. I am the Director for Legal & Risk Management for Cardno USA Inc. including
 7 all of its operating affiliates within the Americas. As Director for Legal & Risk Management,
 8 my responsibilities include the provision of commercially focused legal and risk management
 9 advice and services to the internal clients of the Americas and Software regions and their
 10 operating divisions and business units. These responsibilities include providing legal and
 11 commercial counsel regarding corporate structures, registrations and business transactions,
 12 mergers and acquisitions and intellectual property protection strategies, assisting in the
 13 management of the corporate insurance program, overseeing the company's claims and
 14 providing risk management oversight, education and training. As counsel to Cardno USA Inc.,
 15 through my position as Director for Legal & Risk Management, I am authorized to make and
 16 execute this Declaration.

17 2. On or around June 10, 2010, Cardno USA Inc. (a Delaware corporation)
 18 ("Cardno") acquired Environmental Resolutions Inc. (a California corporation) ("ERI") through a
 19 share purchase agreement. Cardno stipulates, for purposes of this lawsuit, to be the successor in
 20 interest of ERI and assume any and all obligations and rights of ERI relating to any claims
 21 asserted in this lawsuit.

22 3. Cardno is a wholly owned subsidiary of Cardno Limited (a corporation of
 23 Australia). Cardno Limited is a publically held corporation and is traded on the Australian Stock
 24 Exchange (ASX). Detailed financial and annual reports can be found on the Cardno global
 25 website.

26 4. For the fiscal year, ending in June 2011, Cardno Limited had total gross revenues
 27 of approximately \$828,759,000. Cardno had gross revenues of approximately \$480,874,000 for
 28 this same fiscal year.

1 I declare under penalty of perjury under the laws of the State of California that the
2 foregoing is true and correct and within my personal knowledge and if called to testify could do
3 so competently.

4 Executed the 6th day of December, 2011, in Lake Forest, California.

5
6 
7 WILLIAM J. ROBERTS

8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Gordon & Rees LLP
655 University Avenue, Suite 200
Sacramento, California 95825